

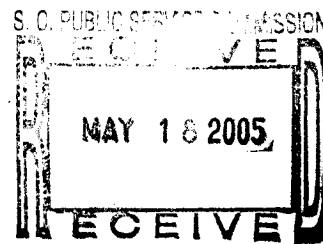


Regulatory Department

SBC Long Distance
5850 W. Las Positas Blvd.
Pleasanton, CA 94588

05/19/05

174067



May 17, 2005

South Carolina Public Service Commission
Saluda Building
101 Executive Center Drive, Suite 100
Columbia, South Carolina 29210

Re: Filing of Certificate of Authority issued by the South Carolina Secretary of State
to SBC Long Distance, LLC
Commission Order in Case No. 2004-359-C

Dear Sir or Madam:

On May 5, 2005, a letter was filed with the Commission by our counsel, Eric Fishman of Holland & Knight LLP, advising the Commission that the corporate reorganization described in the letters to the Commission dated December 18, 2004 and February 14, 2005 in Case No. 2004-359-C involving SBC Long Distance, Inc had been completed. As a part of this corporate reorganization, SBC Long Distance converted from a corporation to a limited liability company.

In the May 5th letter, we informed the Commission that SBC Long Distance had filed to revise its certificate to transact business in the State of South Carolina to reflect its conversion to a limited liability company, and that SBC Long Distance would provide the Commission with a copy of its amended certificate of authority upon its issuance by the South Carolina Secretary of State.

Enclosed is a copy of the Certificate of Authority issued to SBC Long Distance, LLC by the South Carolina Secretary of State.

As previously requested in the May 5th letter, SBC Long Distance respectfully requests the Commission to issue revised certificates of authority in the name of SBC Long Distance, LLC d/b/a SBC Long Distance, to the extent such action is required, to reflect this legal name change.

Should the Commission have any questions regarding this matter, please feel free to contact me directly.

Sincerely,

Norman W. Descoteaux
Associate Director – Regulatory
Tel: (925) 468-6209

Attachments
Certificate of Authority

STATE OF SOUTH CAROLINA
SECRETARY OF STATE

MAY 09 2005

APPLICATION FOR A CERTIFICATE OF AUTHORITY
BY A FOREIGN LIMITED LIABILITY COMPANY
TO TRANSACT BUSINESS IN SOUTH CAROLINA

Mark Hammond
SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY WITH BLACK INK

The following Foreign Limited Liability Company applies for a Certificate of Authority to Transact Business in South Carolina in accordance with Section 33-44-1002 of the 1976 South Carolina Code of Laws, as amended.

1. The name of the foreign limited liability which complies with Section 33-44-1005 of the 1976 South Carolina Code as amended is SBC Long Distance, LLC

2. The name of the State or Country under whose law the company is organized is Delaware

3. The street address of the Limited Liability Company's principal office is
5850 West Las Positas Blvd., Pleasanton, CA 94588
Street Address

City State Zip Code

4. The address of the Limited Liability Company's current designated office in South Carolina is
75 Beattie Place
Street Address

Greenville SC 29601
City State Zip Code

5. The street address of the Limited Liability Company's initial agent for service of process in South Carolina is

75 Beattie Place
Street Address

Greenville, South Carolina 29601
City State Zip Code

and the name of the Limited Liability Company's agent for service of process at the address is

C T Corporation System
Name Howard L. Volz
Signature

6. ☐ Check this box if the duration of the company is for a specified term, and if so, the period specified _____

050509-0147

FILED: 05/09/2005

SBC LONG DISTANCE, LLC

Filing Fee: \$110.00 ORIG



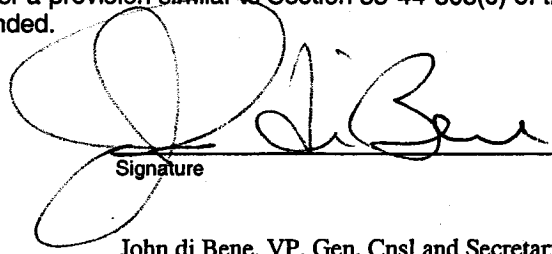
7. ☒ Check this box if the company is manager-managed. If so, list the names and business addresses of each manager

a. Yno Gonzalez, Manager
Name
5850 West Las Positas Blvd.
Business Address
Pleasanton, California 94588
City State Zip Code

b. William McCracken, Manager
Name
5850 West Las Positas Blvd.
Business Address
Pleasanton, CA 94588
City State Zip Code

8. ☐ Check this box if one or more members of the foreign limited liability company are to be liable for the company's debt and obligation under a provision similar to Section 33-44-303(c) of the 1976 South Carolina Code of Laws, as amended.

Date 4/28/2005


Signature
John di Bene, VP, Gen. Cnsl and Secretary
Name Capacity

FILING INSTRUCTIONS

1. This application must be accompanied by an original certificate of existence not more than 30 days old (or a record of similar import) authenticated by the Secretary of State or other official having custody of the Limited Liability Company records in the state or country under which it is organized.
2. File two copies of these articles, the original and either a duplicate original or a conformed copy.
3. If management of a limited liability company is vested in managers, a manager shall execute this form. If management of a limited liability company is reserved to the members, a member shall execute this form. Specify whether a member or manager is executing this form.
4. This form must be accompanied by the filing fee of \$110.00 payable to the Secretary of State.

Return to: Secretary of State
P.O. Box 11350
Columbia, SC 29211

SBC Long Distance, LLC

MANAGERS

MANAGERS	BUSINESS OFFICE ADDRESS
Yno Gonzalez Manager and President	5850 West Las Positas Pleasanton, CA 94588
Bill McCracken Manager and Comptroller	5850 West Las Positas Pleasanton, CA 94588

Delaware

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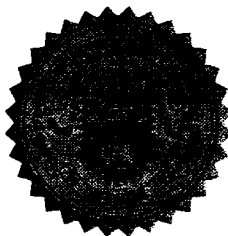
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "SBC LONG DISTANCE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF APRIL, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

2511836 8300

050347929



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3846785

DATE: 04-29-05